

IN THE UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF TEXAS
AUSTIN DIVISION

Cooperative Computing, Inc., d/b/a
CCITRIAD,

Plaintiff,

v.

CarParts Technologies, Inc.,

Defendant.

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CASE NO. A-02-CA-31 6-JN

**DEFENDANT'S DESIGNATION OF POTENTIAL WITNESSES, TESTIFYING
EXPERTS AND LIST OF PROPOSED EXHIBITS**

Pursuant to the Second Agreed Amended Scheduling Order of August 21, 2003 and by agreement of counsel based on revisions to the scheduled trial date, Defendant CarParts Technologies, Inc. ("CarParts") lists the following potential witnesses and testifying experts:

I. DESIGNATION OF PROPOSED WITNESSES

CarParts notes that discovery is ongoing in this matter and the list of persons identified below is subject to addition or deletion. Subject to the foregoing, CarParts identifies the following individuals who may potentially be witnesses in the trial of this case and may be called either in person or by deposition or both:

A. FACT WITNESSES

1. Doug Booth
39 Vista Drive
Flanders, NJ 07836
(973) 927-5095

Mr. Booth is a former employee Plaintiff and has knowledge regarding the software products at issue in this case.

2. Ken Speaks
CCITRIAD
804 Las Cimas Parkway, Suite 200
Austin, Texas 78746
(512) 328-2300

Mr. Speaks is an employee of Plaintiff and a former employee of Rankin Automotive Group and may have knowledge of the software products at issue in this case.

3. Charles Ruban

Mr. Ruban is a former employee of Defendant and has knowledge concerning the creation, development and use of CarParts' software at issue in this case.

4. Gary Vandervoort
5 Gooler Court
Stony Point, NY 10980

Mr. Vandervoort is a former employee of both Plaintiff and Defendant and has knowledge of the software products at issue in this case.

5. Hoon Chung

Mr. Chung is a former employee of Plaintiff and may have knowledge concerning Plaintiff's allegations in this lawsuit.

6. Mike Avilas

Mr. Avilas is an employee of Plaintiff and may have knowledge regarding Plaintiff's claims in this lawsuit.

7. David Coleman

Mr. Coleman is an employee of Plaintiff and may have knowledge regarding Plaintiff's claims in this lawsuit.

8. Cindy Robbins

Ms. Robbins is a former employee of Defendant and may have knowledge concerning the creation, development, and use of Defendant's software.

9. Wayne Schmode

Mr. Schmode is a former employee of both Plaintiff and Defendant and may have knowledge of the software that is the subject of this lawsuit.

10. Glen Staats

Mr. Staats is a former employee of Plaintiff and may have knowledge concerning Plaintiff's acquisition and development of the software products at issue in this lawsuit.

11. Steven Johnson

Mr. Steven Johnson is Chief Financial Officers of CarParts and has knowledge concerning Defendant's operations and financial performance with respect to the software that is at issue in this lawsuit.

12. Jerry Johnson

Mr. Jerry Johnson is Vice President of Engineering of CarParts and has knowledge concerning the creation, development, and use of Defendant's software at issue in this lawsuit.

13. Paul VanDenBerg

Mr. VanDenBerg is President of CarParts and has knowledge regarding Defendant's operations.

14. Farid Ghallili

Mr. Ghallili is a former employee of Defendant and may have knowledge regarding Defendant's software at issue in this lawsuit.

15. Alan Bennett

Mr. Bennett is a former employee of Defendant and may have knowledge regarding Defendant's software at issue in this lawsuit.

16. David McCann

Mr. McCann is a former employee of Defendant and may have knowledge regarding Defendant's software at issue in this lawsuit.

17. Joseph Kalinoski

Mr. Kalinoski is a former employee of Defendant and may have knowledge regarding Defendant's software at issue in this lawsuit.

18. Jonathan Katz

Mr. Katz is a former employee of Defendant and may have knowledge regarding Defendant's software at issue in this lawsuit.

Defendant may also call any individual listed on Plaintiff's designation of potential witnesses.

B. TESTIFYING EXPERT WITNESSES.

1. Mr. David Klausner
218 Sylvan Way
Redwood City, CA 94062

Mr. Klausner is expected to testify concerning his comparison of the software at issue in this case and Plaintiff's claims that Defendant's software was copied from and infringes Plaintiff's copyrighted software. A report prepared by Mr. Klausner pursuant to Fed. R. Civ. P. 26(a)(2)(B) has been provided to Plaintiff.

Defendant reserves the right to designate rebuttal experts pursuant to the Court's Second Agreed Amended Scheduling Order and damages experts pursuant to the parties' agreement concerning the designation of such witnesses.

II. LIST OF PROPOSED EXHIBITS

Discovery is ongoing in this case and some of the exhibits identified below may not be introduced as evidence, and other documents may need to be added to this list. Subject to the foregoing, at this time CarParts identifies the following potential exhibits:

BATES RANGE	DESCRIPTION
	Expert report of David Klausner and the exhibits thereto
Staats Depo. Ex. 1	Interoffice Memorandum from Gary Vandervoort to Glen Staats entitled "CRCS Product/Company Evaluation Trip Report" July 1996 (Staats Depo. Ex. 1)
	<u>Distribution Inventory Management</u> for the 1990's, by Gordon Graham, Inventory Management Press, Richardson, Texas 1987
CCI 000020 – CCI 000022	Email message from Jon Zieve of CCITriad re: CarParts.com Acquires CR Computing Solutions
CCI 000164	Email message from Tom Wood of CCI Triad re: ASCO lost sale
CCI 000165	Email message from Tom Webb of CCI Triad re: more info.
CCI 000168 – CCI 00071	Email message from Jon Zieve re: Ultimate DB Business Case

BATES RANGE	DESCRIPTION
CCI 000174 – CCI 000177	Email message from Tom Webb of CCI Triad re: E-News 2nd Edition
CCI 000178	Email message from Bill Peterson of CCI Triad re: Ken Smith Auto Parts
CCI 000179 – CCI 000182	Email message from Jonathan Gear of CCI Triad re: Aconnex Model
CCI 000188	Email message from Jon Zieve of CCI Triad re: Selling Data to Distribution Software Providers
CCI 000191 - CCI 000193	Email message from Tom Webb of CCI Triad re: Competitor information
CCI 000211 - CCI 000235	Price Sheet: Q401
CCI 000236 - CCI 000248	System Investment Summary for Independent Parts Warehouse
CCI 000249 - CCI 000268	Instructions for New "Automated" Price Card
CCI 000269 - CCI 000289	Ultimate Memory Configurator, Independent Parts Warehouse
CCI 000290 - CCI 000321	Price Sheet: Q202
CCI 000322 - CCI 000341	Price Sheet: Q401
CCI 000342 - CCI 000369	Systems Investment Summary for CCITRIAD Auto Parts
CCI 000370 - CCI 000379	Systems Investment Summary for CCITRIAD Auto Parts
CCI 000380 - CCI 000411	Price Sheet: Q302
CCI 000413 - CCI 000415	CarParts Technologies - Company Overview and Product Information
CCI 000426 - CCI 000430	Strategic Questions for Marketing Framework
CCI 000606 - CCI 000609	CCITRIAD Product Financial Summary
CCI 000610 - CCI 000623	Chart re: Revenue Momentum
CCI 000624	CCITRIAD Product Financial Summary
CCI 000625 - CCI 000627	Chart re: Revenue Momentum
CCI 000628	Chart re: Fill in Allocation
CCI 000629 - CCI 000632	Chart re: SG&A
CCI 000633	Charts re: COS-Install, COS-Support, Sales & Marketing, Product Development & General & Administrative and CapEd
CCI 000634	Chart re: FTE Allocation - 4Q
CCI 000635	Chart re: CCITRIAD Product Financial Summary
CCI 000636 - CCI 000643	Chart re: Revenue Momentum
CCI 000644	Charts re: COS-Install, COS-Support, Sales & Marketing, Product Development & General & Administrative and Cap Ed
CCI 000645	FTE Allocation - 2Q '01
CCI 000646	FTE Allocation - 3Q'01
CCI 000647	FTE Allocation - 4Q '01
CCI 000648	FTE Allocation - 1 Q '02
CCI 000649	FTE Allocation - 2Q '02
CCI 000650	FTE Allocation - 3Q '02
CCI 000651	FTE Allocation - 4Q '02
CCI 000652	P&L's projections only until 4Q'02
CCI 000653	FTE Allocation - 2Q '03
CCI 000654	FTE Allocation - 3Q '03

BATES RANGE	DESCRIPTION
CCI 000655	FTE Allocation - 4Q '03
CCI 000656	Chart re: Financial Summary
CCI 000657	Chart re: Operation Data
CCI 000658	Chart re: Financial Summary
CCI 000659	Chart re: Platform & Division
CCI 000686 - CCI 000695	Article re: "Business to Business E-Commerce Enablers"
CCI 000697	CCITRIAD brochure Triad Prism -Increase Productivity and Profit with the Triad Prism System
CCI 000698	CCITRIAD Product Data Sheet - "Increase Profits, Maximize Staff Productivity & System Uptime with Personal Assistance."
CCI 000699	CCITRIAD Product Data Sheet - "Choose from Three Programs. There's One that's Right for You!"
CCI 000700 - CCI 000701	CCITRIAD Ultimate "Instant Information Access, Robust Applications and Innovative Features"
CCI 000736 - CCI 000756	CCITRIAD SWAT Project - Steering Committee #2
CCI 000757 - CCI 000781	CCITRIAD SWAT Project - Steering Committee #3
CCI 000782 - CCI 000805	CCITRIAD SWAT Project - Steering Committee #4
CCI 000806 - CCI 000836	CCITRIAD SWAT Project - Steering Committee #5
CCI 000837 - CCI 000863	CCITRIAD SWAT Project - Steering Committee #6
CCI 000864 - CCI 000882	CCITRIAD SWAT Project - Steering Committee #7
CCI 000883 - CCI 000889	Email from Ken Swinton re: eAflermarket Forum News
CCI 000899 - CCI 000900	Email message from Howard Percy of CCI Triad re: CarParts.com Acquires CR Computing
CCI 000909 - CCI 000910	CCITRIAD Product Data Sheet re: CCITRIAD Ultimate, "Instant information access, robust applications and innovative features"
CCI 000927 - CCI 000928	Email message from Jon Zieve of CCI Triad re: CarParts email
CCI 000929 - CCI 000930	Email message from Jon Zieve of CCI Triad re: Trade Power TPW Opportunity
CCI 000931 - CCI 000932	CCITRIAD Marketing Quick Sketch , ;
CCI 000945 - CCI 000947	Email message from Jon Zieve of CCI Triad re: Competitive information
CCI 000948 - CCI 000950	Email message from Tom Wood, Jr. of CCI Triad re: CR monthly cost of ownership
CCI 000951 - CCI 000954	Email message from Tom Wood Jr. of CCI Triad re: CarParts Technologies - News!
CCI 000955 - CCI 000979	Instructions for New "Automated" Price Card
CCI 000992 - CCI 000998	Marketing Staff Meeting Agenda
CCI 001001- CCI 001026	CCITRIAD Draft Business Case Corporate Web Site
CCI 001027 - CCI 001160	Objectives for Today's Meeting
CCI 001460 - CCI 001511	CCITRIAD PowerPoint Presentation [Draft 2.0]
CCI 001515 - CCI 001517	CAWA Sessions - Dana Point
CCI 001524 - CCI 001528	EautoWorld Even Summary
CCI 001529 - CCI 001539	Chart re: Customer Segmentation Worksheet
CCI 001689 - CCI 001720	Service Dealer FY 2001 Market Plan

BATES RANGE	DESCRIPTION
CCI 001801 - CCI 001844	CCITRIAD Ultimate Product Package Agenda
CCI 002092 - CCI 002093A	To transmit to a CR Computer from a Prism
CCI 002221 - CCI 002242	Price Sheet: Q401
CCI 002243 - CCI 002264	Price Sheet: Q202
CCI 002265 - CCI 002283	Instructions for New "Automated" Price Card
CCI 002370 - CCI 002406	Service Dealer FY 2001 Market Plan, draft 3.0
CCI 002407 - CCI 002468	CCITRIAD Ultimate Product Package Agenda
CCI 003399 - CCI 003400	Certificate of Registration from the U.S. Copyright Office re: Registration Number TXu 503 018
CCI 003401 - CCI 003402	Certificate of Registration from the U.S. Copyright Office re: Registration Number TXu 503 019
CCI 003403 - CCI 003404	Certificate of Registration from the U.S. Copyright Office re: Registration Number TXu 503 020
CCI 003405 - CCI 003406	Certificate of Registration from the U.S. Copyright Office re: Registration Number TXu 503 021
CCI 003407 - CCI 003408	Certificate of Registration from the U.S. Copyright Office re: Registration Number TXu 843-043
CCI 003409 - CCI 003410	Certificate of Registration from the U.S. Copyright Office re: Registration Number TXu 843-044
CCI 003411 - CCI 003412	Certificate of Registration from the U.S. Copyright Office re: Registration Number TXu 843-045
CCI 003413 - CCI 003414	Certificate of Registration from the U.S. Copyright Office re: Registration Number TXu 843-046
CCI 003415 - CCI 003427	Certified copy of Certificate of Recordation re: amendment
CCI 003428 - CCI 003435	Certified copy of Certificate of Recordation re: assignment
CCI 003436 - CCI 003465	Certified copy of Certificate of Recordation re: security agreement
CCI 003466 - CCI 003532	Certified copy of Certificate of Recordation re: agreement
CCI 003533 - CCI 003561	Certified copy of Certificate of Recordation re: Guarantee and Collateral agreement
CCI 003653 - CCI 003660	Email message from Betsy Bell of CCI Triad re: Ultimate Competitive Grid (Staats Depo Ex. 4)
CCI 003661 - CCI 003662	Email message from Ron Kitchen of CCI Triad re: customer 832650 Rankin Automotive Group
CCI 004044 - CCI 004046	Email message from Tom Webb of CCI Triad re: Competitive information
CCI 004053 - CCI 004054	Email message from David Coleman of CCI Triad re: customer 832650 Rankin Automotive Group
CCI 004055 - CCI 004060	Monthly Support Summary for Ultimate Auto Parts
CCI 004089 - CCI 004090	Email message from Jun Armus of CCI Triad re: 5 Pack
CCI 004100 - CCI 004102	Screen image re: recommended changes for Take Control
CCI 004424 - CCI 004425	Valuation of Initial Fees versus the percentage of ongoing revenue
CCI 005047	Email message from Dan Roque of CCI Triad re: competitive analysis

BATES RANGE	DESCRIPTION
CCI 005048	Email message from Dan Roque of CCI Triad re: security blocker
CCI 005049 - CCI 005100	CCI Triad Marketing Agenda - [Draft 2.0]
CCI 005102	CCI Triad Customer Industry Analysis
CCI 005108 - CCI 005215	CCI Triad Marketing Agenda [Draft 1.0]
CCI 005216 - CCI 005311	CCI Triad Markets Products & Services Overview
CCI 005312 - CCI 005321	Implementation Status Report
CCI 005344 - CCI 005355	Key Accounts
CCI 005366	Chart re: Total System and Program Group Share
CCI 005367 - CCI 005379	Chart re: Customer list and systems
CCI 005380 - CCI 005406	Chart re: Customer, systems and groups
CCI 005407 - CCI 005411	Chart re: Ultimate Customer List
CCI 005412 - CCI 005413	Chart re: Ultimate Customer List
CCI 005421 - CCI 005738	Ultimate Plus - Beginner's Guide to Ultimate
CCI 005739 - CCI 005909	Ultimate Plus - Guide to the Ultimate Editors
CCI 005910 - CCI 006226	Ultimate Plus - System Administrator Guide HP Systems / Revision 227
CCI 006227 - CCI 006908	Ultimate Plus - Ultimate System Commands Guide
CCI 006909 - CCI 007179	Ultimate Plus - Ultimate System Management Guide
CCI 007180 - CCI 007637	Ultimate Plus - Ultimate BASIC Language Reference Guide
CCI 007638 - CCI 007776	Ultimate Plus - Ultimate PROC Reference Guide
CCI 007777 - CCI 008074	Ultimate Plus - Ultimate RECALL User's Guide
CCI 008075 - CCI 008214	The Ultimate System Stock Replenishment Manual
CCI 008215 - CCI 008533	Triad Inventory Solutions - File Maintenance
CCI 008534 - CCI 008604	Triad Accounts Payable Training Guide
CCI 008605 - CCI 009275	Ultimate Application Release Notes 4.3 through 8.0
CCI 009276 - CCI 009404	Triad Ultimate - General Ledger Instructions and Procedures
CCI 009405 - CCI 009474	Physical Inventory Instructions for CCI/Triad Ultimate System
CCI 009475 - CCI 009662	Ultimate Corp. UltiMation
CCI 009663 - CCI 009798	Triad Ultimate - Accounts Receivable and Accounts Payable Procedures
CCI 009799 - CCI 010150	Triad Inventory Solutions
CCI 010151	Ultimate Source Codes, Release 6.6 Circa 1995
CCI 010152	CCITRIAD Ultimate Release Build Programs
CCI 010153 - CCI 010279	Ultimate System Product Overview
CCI 010280 - CCI 010443	Ultimate System Report Book
CCI 010446	Letter from Walter Earl Bissex to CarParts.com re: PartFinder, 6/16/99 (J. Johnson Depo Ex.25)
CCI 010447 - CCI 010448	Nonexclusive License Agreement
CCI 010449 - CCI 010466	CCITRIAD Warehouse System Products and Services Agreement
CCI 010467 - CCI 010468	Pick Systems End-User License Agreement
CCI 010469 - CCI 010475	CCITRIAD Employee Confidentiality, Nondisclosure, Intellectual Property, Nonsolicitation, and Noncompetition Agreement

BATES RANGE	DESCRIPTION
CCI 010476 - CCI 010482	CCITRIAD Employee Confidentiality, Nondisclosure, Intellectual Property, and Nonsolicitation Agreement
CCI 010483 - CCI 010484	CCITRIAD Software Agreement
CCI 010485 - CCI 010486	CCITRIAD Software Agreement
CCI 010487 - CCI 010493	CCITRIAD Independent Contractor Services Agreement
CCI 010494 - CCI 010496	CCITRIAD Agreement Regarding Use and Return of Certain Software or other materials
CCI 010497 - CCI 010499	Nondisclosure Agreement between Triad Systems Corporation and Dan Baleuski
CCI 010500 - CCI 010502	Nondisclosure Agreement between Triad Systems Corporation and Doug Booth
CCI 010503 - CCI 010505	Nondisclosure Agreement between Triad Systems Corporation and Maria Ortega
CCI 010506 - CCI 010508	Nondisclosure Agreement between Triad Systems Corporation and Laurie Samra
CC 1010509 - CCI 010511	Nondisclosure Agreement between Triad Systems Corporation and Scott Wilson
CCI 010512 - CCI 010514	Nondisclosure Agreement between Triad Systems Corporation and Sam Wynder
CCI 010515 - CCI 010518	Letter of Intent by and among The Ultimate Corp., Ultimate Midatlantic, Inc. and Triad Systems Corp.
CCI 010519 - CCI 010520	Correspondence to Triad Systems Corp. from Ultimate Corp. re: Asset Purchase Agreement among Triad Systems Corp., The Ultimate Corp. and Ultimate Midatlantic.
CCI 010521 - CCI 010561	Asset Purchase Agreement among Triad Systems Corp., The Ultimate Corp. and Ultimate Midatlantic.
CCI 010567 - CCI 010569	Certificate of Recordation from the Copyright Office of the United States and Assignment of Copyright
CCI 010570 - CCI 010590	CCITRIAD Software Inventory
CCI 010591 - CCI 010592	CCITRIAD Master Customer Agreement
CCI 010593 - CCI 010598	CCITRIAD Ultimate Product Profitability Chart
CPT 000001	Correspondence re: DirectStep 5.0 source code disk and access to the same
CPT 000002	CarParts Source Code Disk
CPT 000003 - CPT 000014	CarParts Marketing Materials (portion offered as J. Johnson Depo Exs. 27-29)
CPT 000020 - CPT 000024	CarParts Marketing Materials
CPT 000025 - CPT 000096	CPT Field Advisory, CPT DirectStep v5.0 Release Feature Set, prepared by Jocelyn Vallieres, July 2002
CPT 000097 - CPT 000112	WDMS v5.0 Product Capabilities Overview
CPT 000 113 - CPT 000117	CarParts Quote Questionnaire v2.2
CPT 000118 - CPT 000121	Chart re: list of automotive distributors (S. Johnson Depo Ex. 39)
CPT 000 122 - CPT 000124	WAI Core Tracking Program (Part of J. Johnson Ex. 26)
CPT 000 125 - CPT 000126	ASCO Stock Date at Part Number Level (Part of J. Johnson Ex. 26)

BATES RANGE	DESCRIPTION
CPT 000127 - CPT 000130	CarParts ASCO Sales Order From Dealer (Part of J. Johnson Ex. 26)
CPT 000 131 - CPT 000134	Southeastern Automotive Warehouse Restocking Charge Program (Part of J. Johnson Ex. 26)
CPT 000135 - CPT 000140	CarParts ASCO Reserved PO Number (Part of J. Johnson Ex. 26)
CPT 000 141 - CPT 000142	CarParts Egge Machine Company POS Quote Default (Part of J. Johnson Ex. 26)
CPT 000 143 - CPT 000155	CarParts Full Line Exhaust Payroll Data Export and Import (Part of J. Johnson Ex. 26)
CPT 000 156 - CPT 000164	CarParts ASCO Part Type Maintenance (Part of J. Johnson Ex. 26)
CPT 000 165 - CPT 000 169	Order Table (Part of J. Johnson Ex. 26)
CPT 000 170 - CPT 000176	ASCO Order Date to Dock Date to Shelf Date (Part of J. Johnson Ex. 26)
CPT 000 177 - CPT 000180-	Ford Authorization Distributor Reports (Part of J. Johnson Ex. 26)
CPT 000 181 - CPT 000186	ASCO Lost Sales with Reason Code (Part of J. Johnson Ex. 26)
CPT 000187 - CPT 000193	CarParts DirectStep Interchange Integration (Part of J. Johnson Ex. 26)
CPT 000 194 - CPT 000201	CarParts Herzog/WRS Forecasting Enhancements (Part of J. Johnson Ex. 26)
CPT 000202 - CPT 000203	Flexibility in Ranking (Part of J. Johnson Ex. 26)
CPT 000204 - CPT 000209	CarParts ASCO EOD Scheduler (Part of J. Johnson Ex. 26)
CPT 000210 - CPT 000212	CarParts Wrenchhead Counterman Questions (Part of J. Johnson Ex. 26)
CPT 000213	Centric Parts, Inc. Core P.O. Builder (Part of J. Johnson Ex. 26)
CPT 000214 - CPT 000216	Centric Parts, Inc. Vendor Core Costing / Average Core Costing (Part of J. Johnson Ex. 26)
CPT 000217 - CPT 000220	CarParts Stempf Automotive Commission Reporting (Part of J. Johnson Ex. 26)
CPT 000221 - CPT 000222	Stempf Automotive Commission Report (Part of J. Johnson Ex. 26)
CPT 000223 - CPT 000226	A/P to P/O Reconciliation modifications (AP-PO Bridge) (Part of J. Johnson Ex. 26)
CPT 000227	ASCO AAAD Line Code Listing with Part Type (Part of J. Johnson Ex. 26)
CPT 000228 - CPT 000238	CarParts Heatex Manufacturing Preliminary Specification (Part of J. Johnson Ex. 26)
CPT 000239 - CPT 000248	CarParts Egge Machine Co. Multiple Zone / Bin (Part of J. Johnson Ex. 26)
CPT 000249 - CPT 000257	CarParts Roppel Order Flow and End of Day Data (Part of J. Johnson Ex. 26)
CPT 000258 - CPT 000348	DirectStep 5.0 Program Additions and Enhancements (J. Johnson Ex. 24)

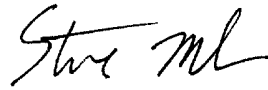
BATES RANGE	DESCRIPTION
CPT 000349 - CPT 000377	IMS 4.6.9 Upgrade Notes, Release Date - June 2000 (J. Johnson Ex. 21)
CPT 000378 - CPT 000392	IMS 4.6.8 Upgrade Notes, Release Date - June 2000 (J. Johnson Ex. 19)
CPT 000393 - CPT 000414	IMS 4.6.7 Upgrade Notes, Release Date - April 2000 (J. Johnson Ex. 20)
CPT 000415 - CPT 000428	IMS 4.6.6. Upgrade Notes, Release Date - 12/99 (J. Johnson Ex. 18)
CPT 000429 - CPT 000432	IMS 4.6.3 Upgrade Notes, Release Date - 9/99 (J. Johnson Ex. 17)
CPT 000433 - CPT 000442	IMS 4.6.2 Upgrade Notes, Release Date - 9/99 (J. Johnson Ex. 16)
CPT 000443 - CPT 000479	IMS 4.6.77 Upgrade Notes, Release Date - June 2001 (J. Johnson Ex. 23)
CPT 000480 - CPT 000503	IMS 4.6.10 Upgrade Notes, Release Date - February 2001 (J. Johnson Ex. 22)
CPT 000504 - CPT 000521	IMS 4.6 Upgrade Notes, Release Date - 6/99 (J. Johnson Ex. 15)
CPT 000804 - CPT 000865	Third Amendment to Agreement and Plan of Merger and Mutual Release (S. Johnson Depo Ex. 33)
CPT 000866 - CPT 000870	Second Amendment to Agreement and Plan of Merger (S. Johnson Depo Ex. 32)
CPT 000871 - CPT 000874	First Amendment to Agreement and Plan of Merger (S. Johnson Depo Ex. 31)
CPT 000875 - CPT 001069	Agreement and Plan of Merger by and among CarParts.com, Inc. ("Acquiror"), CRCS Acquisition Corporation ("Merger Sub") and CR Computing Solutions, Inc. ("Target") and each of Charles Ruban, Wayne Schmode and Cynthia Robbins ("Shareholders") (S. Johnson Depo Ex. 30)
CPT 001070 - CPT 001092	Written Consent of the Holders of Series A Convertible Preferred Stock and Series B Convertible Preferred Stock of CarParts.com, Inc. (S. Johnson Depo Ex. 38)
CPT 001093 - CPT 001100	Unanimous Written Consent of The Board of Directors of CarParts.com, Inc. (S. Johnson Depo Ex. 34)
CPT 001101 - CPT 001111	CRCS Acquisition Corporation, a California Corporation, Closing Certificate (S. Johnson Depo Ex. 35)
CPT 001112 - CPT 001121	State of California Secretary of State Certificate verifying the Agreement of Merger of CRCS Acquisition Corporation and CR Computing Solutions, Inc., 10/09/00 (S. Johnson Depo Ex. 37)
CPT 001122 - CPT 001127	CarParts Technologies, Inc.'s Common Stock Certificates for Cynthia Robbins and Charles Ruban in the amount of 53,836 and Wayne Schmode in the amount of 48,828 (S. Johnson Depo Ex. 36)
CPT 001128 - CPT 001160	CarParts Technologies Employee Handbook
CPT 001161	CD CarParts Technologies ERP Division, ERP System, 4.6.10 02/14/02

BATES RANGE	DESCRIPTION
CPT 001899	Direct Step Business Income Statement (2000 – Q3 YTD 2003)

In addition, CarParts reserves the right to use any exhibits identified by Plaintiff. Pursuant to the parties' agreement concerning the designation of damages information, CarParts reserves the right to designate additional exhibits relating to damages issues.

DATE: October 6, 2004

Respectfully submitted,



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ATTORNEYS FOR DEFENDANT
CARPARTS TECHNOLOGIES, INC.

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the Defendant's Designation of Potential Witnesses, Testifying Experts and List of Proposed Exhibits has been duly served on the following counsel of record by first class mail, postage prepaid, on this 6th day of October 2004.

Alan D. Albright
Patrick R. Richter
GRAY CARY WARE & FREIDENRICH LLP
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Eric R. Olson